

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

-----X  
 In re: Chapter 11  
  
 RathGibson, Inc., et al. Case No. 09-12452 (CSS)  
  
 (Jointly Administered)  
 Debtors.  
 -----X **Objection Period:** March 8, 2010 at 4:00 pm (ET)

**SIXTH MONTHLY APPLICATION OF HURON CONSULTING GROUP  
AS FINANCIAL ADVISORS FOR THE OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS FOR ALLOWANCE OF INTERIM COMPENSATION AND FOR INTERIM  
REIMBURSEMENT OF ALL ACTUAL AND NECESSARY EXPENSES  
INCURRED FOR THE PERIOD JANUARY 1, 2010 THROUGH JANUARY 31, 2010**

Name of Application: HURON CONSULTING GROUP

Authorized to Provide Professional Services to: Official Committee of Unsecured Creditors

Date of Retention: September 11, 2009 nunc pro tunc to July 23, 2009

Period for which Compensation and Reimbursement is sought: January 1, 2010 Through January 31, 2010

Amount of compensation sought as actual, reasonable and necessary: \$22,010.00

Amount of reimbursement sought as actual, reasonable and necessary: \$12.48

This is a   x   monthly        final application

If this is not the first application filed, disclose the following for each prior application:

DATE FILED	PERIOD COVERED	REQUESTED FEES/EXPENSES	APPROVED FEES/EXPENSES
9/23/09	July 23, 2009 through August 31, 2009	\$193,548.39/\$1,001.39	Received payment of 100% of fees and 100% of expenses



**COMPENSATION BY PROJECT CATEGORY**

RATHGIBSON, INC  
(Case No. 09-12452 (CSS))

January 1, 2010 through January 31, 2010

<b>Task Code</b>	<b>Description</b>	<b>Hours</b>	<b>Fees</b>
1	Meeting / teleconference with Debtor Management, Board, or Counsel	1.60	\$920.00
3	Meeting / teleconference with Statutory Committees, Counsels or Advisors	2.30	\$1,322.50
6	Retention and Fee Applications	5.10	\$2,255.00
7	Disclosure Statement / Plan of Reorganization	7.30	\$3,445.00
8	Business Plan & Analysis of Operations	6.70	\$3,040.00
9	Cash Flow Analysis and Reporting	13.60	\$6,825.00
11	Asset Sale & Disposition Support	6.60	\$3,402.50
16	Unsecured Claim Analysis	2.00	\$800.00
Totals		45.20	\$22,010.00

**EXPENSE SUMMARY**

**RATHGIBSON, INC**  
**(Case No. 09-12452 (CSS))**

January 1, 2010 through January 31, 2010

<b>Cost Type</b>	<b>Amount</b>
Research	\$12.48
<b>Total Expenses</b>	<b>\$12.48</b>

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RathGibson, Inc., et al. Case No. 09-12452 (CSS)  
  
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Debtors.  
  
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**SIXTH MONTHLY APPLICATION OF HURON CONSULTING GROUP  
AS FINANCIAL ADVISORS FOR THE OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS FOR ALLOWANCE OF INTERIM COMPENSATION AND FOR INTERIM  
REIMBURSEMENT OF ALL ACTUAL AND NECESSARY EXPENSES  
INCURRED FOR THE PERIOD JANUARY 1, 2010 THROUGH JANUARY 31, 2010**

Huron Consulting Services LLC (“Huron Consulting Group” or “Huron”), financial advisors for the official Committee of Unsecured Creditors in these chapter 11 cases as of July 23, 2009 in the above-captioned cases (collectively, the “Committee”), submits this application (the “Application”) for interim allowance of compensation for professional services rendered by Huron to the Committee for the period January 1, 2010 through January 31, 2010 (the “Compensation Period”) and reimbursement of actual and necessary expenses incurred by Huron during the Application Period under sections 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court of the District of Delaware (the “Local Rules”), the United States Trustee’s Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses filed under 11 U.S.C. § 330, effective January 30, 1996 (the “U.S. Trustee

Guidelines”) and the Order Under 11 U.S.C.<sup>1</sup> § 105 (a) and 331, Fed. R. Bankr. P. 2016 and Del. Banker. L.R. 2016-2 Establishing Procedures for Interim Compensation and Reimbursement of Fees and Expenses for Professionals and Official Committee Members (the “Interim Compensation Procedures Order”)<sup>2</sup>. In support of this Application, Huron represents as follows:

### **JURISDICTION**

1. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding within the meaning of 28 U.S.C. § 157 (b)(2). Venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

### **BACKGROUND**

2. On July 13, 2009, the Debtors filed voluntary petitions for reorganization under Chapter 11 of Title 11 of the United States Code (the “Bankruptcy Code”). This Court has entered an Order Directing Joint Administration of these chapter 11 cases. The Debtors continue to operate their businesses and manage their properties as debtors-in-possession pursuant to Sections 1107(a) and 1108 of the Bankruptcy Code.

3. The Debtors have represented, among other things, that: (a) they are one of the world’s leading specialty manufacturers of highly engineered premium stainless steel and alloy tubular products; (b) they sell over 1,000 products globally in diverse end-markets, including, among others: (i) chemical/petrochemical processing and power generation, (ii) energy, (iii) food, beverage and pharmaceuticals, and (iv) general

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<sup>1</sup> The Debtors in these cases and their tax identification numbers are: (i) Greenville Tube Company (“Greenville”) (XX-XXX2689); (ii) RathGibson, Inc. (XX-XXX3283); (iii) RG Tube Holdings LLC (“RG Tube”) (XX-XXX4080); and (iv) RGCH Holdings Corp. (“Holdings”) (XX-XXX9683). The Debtors’ headquarters is located at 475 Half Day Road, Suite 210, Lincolnshire, IL 60069.

<sup>2</sup> Terms used but not otherwise defined herein have the meanings ascribed to them in the Interim Compensation Procedures Order.

commercial markets; (c) their primary trade brands are Rath™, Gibson Tube® and GTC®; and (d) they operate within certain niche sub-segments of the global welded and seamless tube industry, and mainly focus on stainless steel tubing products.

4. On July 22, 2009, the United States Trustee for the District of Delaware (the “United States Trustee”) appointed the Committee pursuant to Section 1102(a)(1) of the Bankruptcy Code.<sup>3</sup> The Trustee appointed a three member committee comprised of the following creditors: The Bank of New York Mellon, David Pudelsky and ECO Master Fund Ltd. (c/o ECO Management LP). On July 30, 2009, the Committee selected ECO Master Fund Ltd. (c/o ECO Management LP), represented by Brian Dubin, as its Chairperson. On July 22, 2009, the Committee selected Otterbourg, Steindler, Houston & Rosen, P.C. (“OSH&R”) to serve as its lead co-counsel and Pepper Hamilton LLP as its Delaware co-counsel (“Pepper Hamilton”).

#### **HURON’S RETENTION**

5. On July 23, 2009, the Committee selected Huron Consulting Services LLC (“Huron” or the “Firm”) to serve as its financial advisors. On September 11, 2009, this Court entered the Order Pursuant to 11 U.S.C. Sections 327 (a) and 1107 (b), Fed. R. Bankr. P. 2014 and 2016, and Del. Bankr. L.R. 2014-1 and 2016-1 Authorizing Retention and Employment of Huron Consulting Services LLC *Nunc Pro Tunc to July 23, 2009* as financial advisors for the Committee in these chapter 11 cases.

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<sup>3</sup> On July 23, 2009, the Appointment of the Official Creditor Committee of Unsecured Creditors was docketed by the Office of the United States Trustee. *See* Docket No. 79.

## **FEE PROCEDURES ORDER**

6. On August 11, 2009, the Court entered the Interim Compensation Procedures Order, which sets forth the procedures for interim compensation and reimbursement of expenses for all professionals in these cases.

7. In particular, the Interim Compensation Procedures Order provides that a Professional may file and serve a Monthly Fee Application with the Court no earlier than the fifteenth day of each month following the month for which compensation is sought. Provided that no objections to such Monthly Fee Application are filed within the twenty day Objection Deadline, the Professional may file a certificate of no objection with the Court, after which the Debtors are authorized to pay such Professional 80 percent of the fees and 100 percent of the expenses requested in such Monthly Fee Application. If an objection to a portion of the Monthly Fee Application is filed and not resolved, the Debtors are authorized to pay 80 percent of the fees and 100 percent of the expenses that are not subject to the objection.

## **RELIEF REQUESTED**

8. Huron submits this Application (a) for allowance of reasonable compensation for the actual, reasonable and necessary professional services that it has rendered as financial advisors for the Committee in these cases for the period from January 1, 2010 through January 31, 2010, and (b) for reimbursement of actual, reasonable and necessary expenses incurred in representing the Debtors during that same period.

9. Pursuant to the terms included in the Engagement Agreement, the Committee requested that Huron switch its billing from a fixed fee to an hourly fee basis, effective November 16, 2009.<sup>4</sup> For the period of January 1, 2010 through January 31, 2010,

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<sup>4</sup> On August 20, 2009, Huron filed its Retention Application. See Docket No. 200. The Engagement Agreement is attached as Exhibit B to the Huron Retention Application.

Huron incurred hourly fees in the amount of \$22,010.00. For the same period, Huron incurred actual, reasonable and necessary expenses of \$12.48.

10. Set forth on the foregoing “Compensation by Project Category” is a summary by subject matter categories of the time expended by timekeepers billing time to these cases.

11. During the Application Period, Huron professionals billed their time devoted to matters on behalf of the Committee to distinct service categories. Below is a summary of the activities performed by Huron professionals during the Compensation Period, organized by project category code:

**Task Code 1 – Meeting / teleconference with Debtor Management, Board, or Counsel**

During the Compensation Period, Huron participated in discussions with the Debtors’ advisors and management regarding the Debtors’ recent business operations results, recent industry events and their potential impact on the Debtors’ business plan and the status of the Section 363 sale process.

Huron devoted 1.60 hours, which resulted in fees of \$920.00, for a blended rate of \$575 with regards to these services during the Compensation Period.

**Task Code 3 – Meeting / teleconference with Statutory Committees, Counsels or Advisors**

During the Compensation Period, Huron participated in discussions with Committee Counsel regarding recent industry events and their potential impact on the Debtors’ business plan, updates on the status of the Section 363 sale process, recent business operations results and questions on the draft Asset Purchase Agreement and Sources & Uses documents.

Huron devoted 2.30 hours, which resulted in fees of \$1,322.50, for a blended rate of \$575 with regards to these services during the Compensation Period.

**Task Code 6 – Retention and Fee Applications**

As the Committee's financial advisors, Huron is required to adhere to the requirements of the Bankruptcy Code and related rules, and the Office of the United States Trustee ("OUST") guidelines with respect to the retention of professionals and filing fee applications in bankruptcy cases. Huron spent time during the Compensation Period preparing, reviewing and finalizing Huron's Fifth Monthly Fee Application. Huron also spent time creating a draft of the Second Quarterly Fee Application.

Huron devoted 5.10 hours, which resulted in fees of \$2,255.00, for a blended rate of \$442 with regards to these requirements during the Compensation Period.

#### **Task Code 7 – Disclosure Statement / Plan of Reorganization**

During the Compensation Period, Huron spent time reviewing and analyzing drafts of the Debtors' second amended Plan of Reorganization and Sources & Uses analysis. Additional time was spent creating an analysis comparing the draft second amended Plan of Reorganization to the first amended Plan of Reorganization.

Huron devoted 7.30 hours, which resulted in fees of \$3,445.00, for a blended rate of \$472 with regards to these services during the Compensation Period.

#### **Task Code 8 – Business Plan & Analysis of Operations**

During the Compensation Period, Huron spent time reviewing the Debtors' monthly operating reports and comparing the reported results to the Debtors' projections. Additional time was spent assessing the potential impact of recent industry events on the Debtors' business operations.

Huron devoted 6.70 hours, which resulted in fees of \$3,040.00, for a blended rate of \$454 with regards to these services during the Compensation Period.

#### **Task Code 9 – Cash Flow Analysis and Reporting**

During the Compensation Period, Huron devoted time to reviewing and analyzing the Debtors' weekly cash flow reports. Additional time was spent preparing flash reports to deliver

to Counsel and the Committee summarizing the Debtors' weekly cash flow reports and business operations.

Huron devoted 13.60 hours, which resulted in fees of \$6,825.00, for a blended rate of \$502 with regards to these services during the Compensation Period.

**Task Code 11 – Asset Sale & Disposition Support**

During the Compensation Period, Huron spent time reviewing and analyzing the draft Asset Purchase Agreement and Bid Procedures, responding to questions from Committee Counsel and communicating with certain private equity funds about their potential participation in the Section 363 auction process.

Huron devoted 6.60 hours, which resulted in fees of \$3,402.50, for a blended rate of \$516 with regards to these services during the Compensation Period.

**Task Code 16 – Unsecured Claim Analysis**

During the Compensation Period, Huron spent time reviewing and analyzing the updated claims report provided by the Debtors.

Huron devoted 2.00 hours, which resulted in fees of \$800.00, for a blended rate of \$400 with regards to these services during the Compensation Period.

12. Exhibit A attached hereto contains logs, sorted by case project category, which details the time recorded by Huron's professionals and descriptions of the services provided for the period of January 1, 2010 through January 31, 2010.

13. Exhibit B attached hereto contains a breakdown of disbursements incurred by Huron during the Compensation period for which Huron seeks reimbursement in this application.

14. Exhibit C attached hereto contains the invoice for services rendered for the Compensation Period.

15. Huron has endeavored to represent the Debtors in the most expeditious and economical manner possible. Huron ensured that all tasks were assigned so that work was performed by those professionals at Huron most familiar with the particular matter or task and by the lowest hourly rate professional appropriate for a particular matter.

16. No agreement or understanding exists between Huron and any other person for the sharing of compensation received or to be received for services rendered in or in connection with these cases.

17. The undersigned has reviewed the requirements of Local Rule 2016-2 and certifies to the best of his information, knowledge and belief that this Application complies with that Rule.

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**WHEREFORE**, Huron respectfully requests that this Court: (a) allow Huron (i) interim compensation in the amount of \$22,010.00 for actual, reasonable and necessary professional services rendered on behalf of the Committee during the period January 1, 2010 through January 31, 2010, and (ii) interim reimbursement in the amount of \$12.48 for actual, reasonable and necessary expenses incurred during the same period; (b) authorize and direct the Debtors to pay to Huron the amount of \$17,608.00 which is equal to the sum of 80% of Huron's allowed interim compensation and 100% of Huron's allowed expense reimbursement in the amount of \$12.48 for a total amount of \$17,620.48; and (c) grant such other and further relief as is just.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

Dated: February 15, 2010  
New York, New York

HURON CONSULTING GROUP



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Richard D. Caruso  
Managing Director  
Huron Consulting Group  
1120 Avenue of the Americas, 8th Floor  
New York, NY 10036-6700

Telephone: (412) 298-8675  
Facsimile: (212) 785-1313

*Financial Advisors for the  
Official Committee of Unsecured Creditors*



February 15, 2010

RathGibson, Inc., et.al.  
C/O Jon M. Smith  
Director and Chief Financial Officer  
475 Half Day Road, Suite 210  
Lincolnshire, Illinois 60069

Dear Mr. Smith:

Enclosed is Huron Consulting Group's statement for January 1, 2010 through January 31, 2010.

Pursuant to the Bankruptcy Court's order concerning interim compensation of professionals, if no objections are made to this monthly statement by March 8, 2010, (20th day following service of the Monthly Statement) the debtors are authorized to pay 80% of the fees (\$17,608.00) and 100% of expenses (\$12.48) for a total amount due of \$17,620.48.

If you have any questions on the enclosed billing or any aspect of the engagement, please do not hesitate to contact Richard Caruso, the engagement Managing Director.

Very truly yours,

A handwritten signature in cursive script that reads "Clarissa O. Tuttle".

Clarissa Tuttle  
Billing Coordinator



## FEES SUMMARY

<b>Professional</b>	<b>Title</b>	<b>Hours</b>		<b>Rate</b>		<b>Total</b>
Richard D. Caruso	Managing Director	3.6	hrs	\$ 675	/ hr	2,430.00
Benjamin Mann	Director	16.8	hrs	\$ 575	/ hr	9,660.00
Nick Zaccagnini	Manager	24.8	hrs	\$ 400	/ hr	9,920.00
<b>Total Professional Charges</b>		45.2				<b>\$22,010.00</b>

**Total January Fees** **\$22,010.00**

Blended Hourly Rate: \$486.95



Invoice Date: 02/10/10

RathGibson, Inc., et.al.  
C/O Jon M. Smith  
Director and Chief Financial Officer  
475 Half Day Road, Suite 210  
Lincolnshire, Illinois 60069

**DUE UPON RECEIPT**  
**INVOICE #: 166534**  
**JOB NUMBER: 04434-001**  
**HURON TAX ID#: 01-0666453**

**STRICTLY CONFIDENTIAL**

*For Professional Services Rendered January 1, 2010 Through January 31, 2010:*

Total Fees.....	\$	22,010.00
Total Expenses.....	\$	<u>12.48</u>
<b>Total Amount Due:</b> .....	<b>\$</b>	<b><u>22,022.48</u></b>

**Per Interim Compensation Order amount due after 20 day objection period is:**

Fees 80% .....	\$	17,608.00
Expenses 100% .....	\$	<u>12.48</u>
<b>Amount Due for this period</b> .....	<b>\$</b>	<b>17,620.48</b>

Holdback of 20% until final court approval \$ 4,402.00

To ensure proper credit please refer to invoice number 166534

FEDERAL TAX ID # 01-0666114

**REMITTANCE COPY**

**Payment by wire transfer:**  
Bank of America  
Chicago, Illinois  
Routing No. 0260-0959-3  
Account Title: Huron Consulting Services, LLC  
Account Number: 5800297276

**Payment by ACH/EFT:**  
Bank of America  
Chicago, Illinois  
Routing No. 071000039  
Account Title: Huron Consulting Services, LLC  
Account Number: 5800297276

Comments: (Include Invoice Number to ensure proper credit)

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

-----X  
In re: : Chapter 11  
: :  
RathGibson, Inc., et al. : Case No. 09-12452 (CSS)  
: :  
: (Jointly Administered)  
: :  
Debtors. : **Objection Deadline: March 9, 2010 at 4:00 p.m.**  
: :  
-----X

**NOTICE OF SIXTH MONTHLY APPLICATION OF HURON CONSULTING GROUP  
AS FINANCIAL ADVISORS FOR THE OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS FOR ALLOWANCE OF INTERIM COMPENSATION AND FOR  
INTERIM REIMBURSEMENT OF ALL ACTUAL AND NECESSARY EXPENSES  
INCURRED FOR THE PERIOD JANUARY 1, 2010 THROUGH JANUARY 31, 2010**

Huron Consulting Group, financial advisors for the Official Committee of Unsecured Creditors (hereinafter referred to as “Applicant”) has filed its **Sixth Monthly Application of Huron Consulting Group as Financial Advisors for the Official Committee of Unsecured Creditors for Allowance of Interim Compensation and for Interim Reimbursement of All Actual and Necessary Expenses Incurred for the Period January 1, 2010 through January 31, 2010** (the “Application”).

All objections and other responses (collectively, “Objections”) to the Application must be: (i) filed with the Clerk of the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3<sup>rd</sup> Floor, Wilmington, Delaware 19801, on or before **March 9, 2010 at 4:00 p.m. (ET) (the “Objection Deadline”)**; and (ii) served so as to be actually received no later than the Objection Deadline by the following entities:

Debtors  
RathGibson, Inc.  
475 Half Day Road  
Suite 210  
Lincolnshire, IL 60069  
Attn: Jon M. Smith

Willkie Farr & Gallagher LLP  
787 Seventh Avenue  
New York, NY 10019-6099  
Attn: Robin Spigel, Esq.

Young Conaway Stargatt & Taylor, LLP  
The Brandywine Building  
1000 West Street  
17<sup>th</sup> Floor  
Wilmington, DE 19801  
Attn: Matthew B. Lunn, Esq.

Office of the United States Trustee  
844 King Street  
Room 2313  
Wilmington, Delaware 19801  
Attn: Jane Leamy, Esq.

Otterbourg, Steindler, Houston & Rosen, P.C.  
230 Park Avenue,  
New York, NY 10169  
Attn: William M. Silverman, Esq.  
Jenette Barrow-Bosshart, Esq.

Pepper Hamilton LLP  
Henry J. Jaffe, Esq.  
John H. Schanne, II, Esq.  
Hercules Plaza, Suite 5100  
1313 N. Market Street, P.O. Box 1709  
Wilmington, Delaware 19899-1709

A HEARING ON THE APPLICATION WILL BE SCHEDULED at the Court's convenience before the Honorable Christopher S. Sontchi, United States Bankruptcy Court for the District of Delaware, 824 Market Street, Wilmington, Delaware 19801.

IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF DEMANDED IN THE APPLICATION WITHOUT FURTHER NOTICE OR HEARING.

Dated: February 16, 2010  
Wilmington, Delaware

PEPPER HAMILTON LLP

/s/ John H. Schanne, II  
David B. Stratton (DE No. 960)  
Henry J. Jaffe (DE No. 2987)  
Evelyn J. Meltzer (DE No. 4581)  
John H. Schanne, II (DE No. 5260)  
Hercules Plaza, Suite 5100  
1313 Market Street  
P.O. Box 1709  
Wilmington, DE 19899-1709  
Telephone: (302) 777-6500  
Facsimile: (302) 421-8390

-and-

OTTERBOURG, STEINDLER, HOUSTON  
& ROSEN, P.C.

William M. Silverman, Esq.  
Jenette A. Barrow-Bosshart, Esq.  
Jessica M. Ward, Esq.  
Scott L. Hazan, Esq.  
230 Park Avenue  
New York, New York 10169  
Telephone: (212) 661-9100  
Facsimile: (212) 682-6104

*Counsel for the Official Committee of Unsecured  
Creditors*

**RATHGIBSON EXHIBIT A-TIME DETAILS PERIOD JAN 1, 2010 THROUGH JAN 31, 2010**

<b>Task Code</b>	<b>Task Code Description</b>	<b>Professional</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
1	Meeting / teleconference with Debtor Management, Board, or Counsel	Benjamin Mann	1/6/2010	Emails with Debtor F/A (Jefferies) re: potential impact of US Trade Commission ruling on Chinese tube products and new tube/pipe facility to be built by Schultz of Germany in Mississippi. Has the Company factored or considered these inputs into its new business plan?	0.40	575	230.00
1	Meeting / teleconference with Debtor Management, Board, or Counsel	Benjamin Mann	1/7/2010	Email(s) with Debtor F/A (Jefferies) re: US Trade Commission ruling and new competition from Schultz (Germany) plant to be opened in Mississippi	0.20	575	115.00
1	Meeting / teleconference with Debtor Management, Board, or Counsel	Benjamin Mann	1/14/2010	Call with Debtor F/A (Jefferies) re: status of auction process in preparation for 363 sale, process going forward and expectations for rival bidders to Wayzata	0.30	575	172.50
1	Meeting / teleconference with Debtor Management, Board, or Counsel	Benjamin Mann	1/26/2010	Conference call with Management and Debtor's FA/A (Jefferies) re: results as published in MOR's, declines in performance and go-forward perspective	0.40	575	230.00
1	Meeting / teleconference with Debtor Management, Board, or Counsel	Benjamin Mann	1/28/2010	Emails with Debtor's I/B (Jefferies) re: the existence of "inventions" as defined in the latest version of the APA document distributed by Strook	0.30	575	172.50
3	Meeting/Teleconf w/Statutory Committees Counsels or Advisors	Benjamin Mann	1/6/2010	Emails to Counsel for UCC (Otterbourg) regarding potential impact of Trade ruling on Chinese pipe/tube imports and new plant opening by German competitor (Schultz) in Mississippi.	0.20	575	115.00
3	Meeting/Teleconf w/Statutory Committees Counsels or Advisors	Benjamin Mann	1/20/2010	Conference call with Counsel for UCC (Otterbourg) re: current status of bid procedure order and efforts of Jefferies as I/B to Debtor to set up and execute auction process for proposed section 363 sale	0.60	575	345.00
3	Meeting / teleconference with Statutory Committees, Counsels or Advisors	Benjamin Mann	1/26/2010	Pre-call (with Counsel for UCC Otterbourg) re: internal review of MOR statements, Huron analytics and questions to be posed to management during conference call on January 26	0.20	575	115.00
3	Meeting/Teleconf w/Statutory Committees Counsels or Advisors	Benjamin Mann	1/27/2010	Meeting with Counsel for Committee (Otterbourg) re: sources & uses of funds excel sheet delivered to Committee by Debtor's counsel (Willkie Farr).	0.50	575	287.50
3	Meeting/Teleconf w/Statutory Committees Counsels or Advisors	Benjamin Mann	1/28/2010	Response to Counsel for UCC (Otterbourg) regarding intellectual property, trade marks, patents and other proprietary manufacturing processes re: most recently circulated APA document from Strook.	0.40	575	230.00
3	Meeting/Teleconf w/Statutory Committees Counsels or Advisors	Benjamin Mann	1/29/2010	Emails with Counsel for UCC (Otterbourg) confirming that 'bid procedures document' is currently not available for distribution to prospective bid participants	0.10	575	57.50
3	Meeting/Teleconf w/Statutory Committees Counsels or Advisors	Benjamin Mann	1/29/2010	Emails/call with UCC Counsel (Otterbourg) re: sec 4.7(g) of the revised APA document regarding language on "inventions"	0.30	575	172.50
6	Retention and Fee Applications	Nick Zaccagnini	1/5/2010	Corresponded with Huron analyst re: December fee application	0.10	400	40.00
6	Retention and Fee Applications	Nick Zaccagnini	1/7/2010	Provided November fee application CNO and fee examiner order to Huron team	0.10	400	40.00

**RATHGIBSON EXHIBIT A-TIME DETAILS PERIOD JAN 1, 2010 THROUGH JAN 31, 2010**

<b>Task Code</b>	<b>Task Code Description</b>	<b>Professional</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
6 Retention and Fee Applications	Nick Zaccagnini	1/7/2010	Created the draft December fee application materials and provided to Huron director for review	1.90	400	760.00	
6 Retention and Fee Applications	Benjamin Mann	1/8/2010	Review of fee application and supporting documentation for month of December 2009	0.60	575	345.00	
6 Retention and Fee Applications	Nick Zaccagnini	1/8/2010	Provided the draft December fee application materials to Huron managing director for final review and approval	0.10	400	40.00	
6 Retention and Fee Applications	Richard D. Caruso	1/8/2010	Corresponded with Huron team re: Certificate of No Objection.	0.10	675	67.50	
6 Retention and Fee Applications	Nick Zaccagnini	1/13/2010	Updated December fee application memo with revisions from Huron managing director and finalized December fee application package	0.80	400	320.00	
6 Retention and Fee Applications	Richard D. Caruso	1/13/2010	Reviewed and approved final draft of fee application for December.	0.30	675	202.50	
6 Retention and Fee Applications	Nick Zaccagnini	1/14/2010	Reviewed the December fee application for accuracy and provided to Pepper Hamilton to file with the Court	0.40	400	160.00	
6 Retention and Fee Applications	Nick Zaccagnini	1/25/2010	Created draft of second quarterly fee application	0.70	400	280.00	
7 Disclosure Statement / Plan of Reorganization	Benjamin Mann	1/6/2010	Conference call with L. Szlezinger (Jefferies) re: status of revised POR and timing on release and distribution of new documents and business plan	0.60	575	345.00	
7 Disclosure Statement / Plan of Reorganization	Nick Zaccagnini	1/27/2010	Reviewed the draft second amended Plan of Reorganization and redline version provided by the Company	1.30	400	520.00	
7 Disclosure Statement / Plan of Reorganization	Nick Zaccagnini	1/27/2010	Corresponded with Huron director re: analysis of second amended Plan of Reorganization, Sources and Uses analysis and updated claims register summary	0.60	400	240.00	
7 Disclosure Statement / Plan of Reorganization	Nick Zaccagnini	1/27/2010	Created comparison chart between 1st amended POR and 2nd amended POR plan classes	1.40	400	560.00	
7 Disclosure Statement / Plan of Reorganization	Benjamin Mann	1/28/2010	Internal Huron review with Manager (NZ) on Plan Schedules on revised POR document as received from Debtor's Counsel (Willkie Farr)	0.50	575	287.50	
7 Disclosure Statement / Plan of Reorganization	Benjamin Mann	1/28/2010	Review of 2nd amended joint POR document as delivered to Counsel for UCC by Willkie Farr for Debtor. Document dated draft 1/25	1.90	575	1,092.50	
7 Disclosure Statement / Plan of Reorganization	Nick Zaccagnini	1/28/2010	Corresponded with Otterbourg and Huron team re: sources and uses analysis, 2nd amended POR, Jefferies transaction fee and intellectual property	0.30	400	120.00	
7 Disclosure Statement / Plan of Reorganization	Nick Zaccagnini	1/28/2010	Met with Huron director re: draft 2nd amended POR, sources and uses analysis, recovery analysis and claims summary	0.70	400	280.00	
8 Business Plan & Analysis of Operations	Nick Zaccagnini	1/6/2010	Updated analysis comparing MOR to forecast with November MOR data and updated month-to-month comparison analysis of MOR results	1.00	400	400.00	
8 Business Plan & Analysis of Operations	Richard D. Caruso	1/6/2010	Assess impact of ITC and Schulz matters on RG. Communicate with team and committee counsel re: same.	0.30	675	202.50	
8 Business Plan & Analysis of Operations	Benjamin Mann	1/7/2010	Review of November MOR as received from Debtor, analysis of variance between actual & projected results	0.60	575	345.00	

**RATHGIBSON EXHIBIT A-TIME DETAILS PERIOD JAN 1, 2010 THROUGH JAN 31, 2010**

<b>Task Code</b>	<b>Task Code Description</b>	<b>Professional</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
8	Business Plan & Analysis of Operations	Benjamin Mann	1/8/2010	Calls and emails with Huron MD (Caruso) re: updated information received from Jefferies on FTC trade ruling and Schultz Mississippi plant opening	0.20	575	115.00
8	Business Plan & Analysis of Operations	Nick Zaccagnini	1/21/2010	Reviewed the December MOR	0.30	400	120.00
8	Business Plan & Analysis of Operations	Nick Zaccagnini	1/21/2010	Provided historical financial data and Company projections to Huron director	0.30	400	120.00
8	Business Plan & Analysis of Operations	Nick Zaccagnini	1/21/2010	Updated analysis comparing MOR to forecast with December MOR data and updated month-to-month comparison analysis of MOR results	1.00	400	400.00
8	Business Plan & Analysis of Operations	Nick Zaccagnini	1/21/2010	Corresponded with Jefferies re: call with the Company to discuss the MOR and recent operating results	0.10	400	40.00
8	Business Plan & Analysis of Operations	Nick Zaccagnini	1/21/2010	Met with Huron director re: MOR analysis	0.20	400	80.00
8	Business Plan & Analysis of Operations	Richard D. Caruso	1/21/2010	Reviewed December monthly operating report.	0.50	675	337.50
8	Business Plan & Analysis of Operations	Nick Zaccagnini	1/26/2010	Initial review of draft sources and uses analysis provided by the Company and corresponded with Huron director	0.30	400	120.00
8	Business Plan & Analysis of Operations	Nick Zaccagnini	1/26/2010	Call with the Company and Jefferies re: MOR and recent operating results	0.30	400	120.00
8	Business Plan & Analysis of Operations	Nick Zaccagnini	1/27/2010	Analyzed draft sources and uses analysis provided by the Company	0.70	400	280.00
8	Business Plan & Analysis of Operations	Nick Zaccagnini	1/27/2010	Reviewed the second amended Schedule F for RathGibson and Greenville to estimate unsecured claims population	0.30	400	120.00
8	Business Plan & Analysis of Operations	Nick Zaccagnini	1/28/2010	Provided additional historical financial data and Company projections to Huron director	0.30	400	120.00
8	Business Plan & Analysis of Operations	Nick Zaccagnini	1/28/2010	Researched question from Huron director re: NOL	0.30	400	120.00
9	Cash Flow Analysis and Reporting	Nick Zaccagnini	1/4/2010	Provided 12/31/09 flash report to Otterbourg to review and provide to the Committee	0.10	400	40.00
9	Cash Flow Analysis and Reporting	Richard D. Caruso	1/5/2010	Review and approve draft of weekly flash report to the committee.	0.20	675	135.00
9	Cash Flow Analysis and Reporting	Nick Zaccagnini	1/6/2010	Reviewed Week 25 cash report provided by the Company and created draft flash report to provide to the Committee	0.80	400	320.00
9	Cash Flow Analysis and Reporting	Benjamin Mann	1/7/2010	Preparation of report form to be included with weekly flash report document as requested by UCC and Counsel for UCC	0.50	575	287.50
9	Cash Flow Analysis and Reporting	Benjamin Mann	1/7/2010	Draft and editing on weekly cash-flow report as requested by Committee and Counsel to Committee. Included analysis of most recently filed MOR and other items of interest to UCC members.	0.80	575	460.00
9	Cash Flow Analysis and Reporting	Nick Zaccagnini	1/7/2010	Reviewed updates to the weekly flash report provided by Huron director, created final draft package and provided to Huron managing director to review	0.30	400	120.00
9	Cash Flow Analysis and Reporting	Benjamin Mann	1/8/2010	Final review and editing of weekly cash report as requested by UCC and Counsel to UCC. Updated previous version to include information received from Jefferies (F/A to Debtor) on FTC anti-dumping ruling on pipe products and Schultz of Germany plans to open plant in Mississippi	0.50	575	287.50

**RATHGIBSON EXHIBIT A-TIME DETAILS PERIOD JAN 1, 2010 THROUGH JAN 31, 2010**

<b>Task Code</b>	<b>Task Code Description</b>	<b>Professional</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
9	Cash Flow Analysis and Reporting	Nick Zaccagnini	1/8/2010	Reviewed additional updates to the weekly flash report provided by Huron director, created final package and provided to Otterbourg to distribute to the Committee	0.30	400	120.00
9	Cash Flow Analysis and Reporting	Richard D. Caruso	1/8/2010	Review and approve draft of weekly flash report to the committee.	0.20	675	135.00
9	Cash Flow Analysis and Reporting	Richard D. Caruso	1/8/2010	Review weekly cash flow report and forecast and DIP compliance.	0.20	675	135.00
9	Cash Flow Analysis and Reporting	Nick Zaccagnini	1/13/2010	Reviewed Week 26 cash report provided by the Company and corresponded with Huron team re: flash report to provide to the Committee	0.40	400	160.00
9	Cash Flow Analysis and Reporting	Richard D. Caruso	1/13/2010	Reviewed weekly cash flow forecast and DIP compliance report.	0.30	675	202.50
9	Cash Flow Analysis and Reporting	Benjamin Mann	1/14/2010	Review of weekly cash flow performance data as delivered by Debtor.	0.60	575	345.00
9	Cash Flow Analysis and Reporting	Benjamin Mann	1/14/2010	Review of draft form of weekly report to UCC members on cash performance of Debtor versus projections	0.30	575	172.50
9	Cash Flow Analysis and Reporting	Nick Zaccagnini	1/14/2010	Corresponded with Mesirov re: question on professional fees forecast in weekly cash report	0.20	400	80.00
9	Cash Flow Analysis and Reporting	Nick Zaccagnini	1/14/2010	Created draft flash report to provide to the Committee and provided to Huron director for review	0.40	400	160.00
9	Cash Flow Analysis and Reporting	Nick Zaccagnini	1/14/2010	Reviewed updates to the weekly flash report provided by Huron director, created final draft package and provided to Huron managing director to review	0.20	400	80.00
9	Cash Flow Analysis and Reporting	Benjamin Mann	1/17/2010	Review of final draft form of weekly cash report to be delivered to UCC members - prepared at the direction of counsel for the Committee (Otterbourg).	0.30	575	172.50
9	Cash Flow Analysis and Reporting	Nick Zaccagnini	1/17/2010	Revised the weekly flash report with comments provided by Huron managing director and created final package to deliver to the Committee	0.30	400	120.00
9	Cash Flow Analysis and Reporting	Richard D. Caruso	1/17/2010	Review and comment on weekly flash report to Committee.	0.20	675	135.00
9	Cash Flow Analysis and Reporting	Nick Zaccagnini	1/18/2010	Provided the weekly flash report to Otterbourg to deliver to the Committee	0.10	400	40.00
9	Cash Flow Analysis and Reporting	Nick Zaccagnini	1/20/2010	Reviewed Week 27 cash report provided by the Company and created draft flash report to provide to the Committee	0.50	400	200.00
9	Cash Flow Analysis and Reporting	Benjamin Mann	1/21/2010	Review of report form on weekly cash flow as requested by Counsel (Otterbourg) for UCC.	0.50	575	287.50
9	Cash Flow Analysis and Reporting	Benjamin Mann	1/21/2010	Review of December MOR statement and information as received from Debtor	0.50	575	287.50
9	Cash Flow Analysis and Reporting	Nick Zaccagnini	1/21/2010	Updated the weekly flash report with commentary on the Company's December MOR and revisions from Huron director and provided to Huron managing director for review	0.60	400	240.00
9	Cash Flow Analysis and Reporting	Richard D. Caruso	1/21/2010	Review weekly cash flow schedules and DIP compliance.	0.30	675	202.50
9	Cash Flow Analysis and Reporting	Nick Zaccagnini	1/24/2010	Provided the weekly flash report to Otterbourg to deliver to the Committee	0.10	400	40.00
9	Cash Flow Analysis and Reporting	Richard D. Caruso	1/24/2010	Review and approve draft of weekly flash report to the committee.	0.30	675	202.50
9	Cash Flow Analysis and Reporting	Nick Zaccagnini	1/26/2010	Corresponded with J. Ward, Otterbourg, re: revisions to 1/21/10 weekly flash report and revised report	0.20	400	80.00

**RATHGIBSON EXHIBIT A-TIME DETAILS PERIOD JAN 1, 2010 THROUGH JAN 31, 2010**

<b>Task Code</b>	<b>Task Code Description</b>	<b>Professional</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
9	Cash Flow Analysis and Reporting	Nick Zaccagnini	1/26/2010	Created draft 1/28/10 flash report to provide to the Committee with comments from the call with the Company and sales chart and met with Huron director	0.90	400	360.00
9	Cash Flow Analysis and Reporting	Benjamin Mann	1/28/2010	Review of draft form of weekly flash report as prepared for the Committee at the direction of Counsel (Otterbourg).	0.30	575	172.50
9	Cash Flow Analysis and Reporting	Nick Zaccagnini	1/28/2010	Corresponded with Mesirov and Huron team re: question on professional fees discrepancy between weekly cash report and sources and uses analysis	0.30	400	120.00
9	Cash Flow Analysis and Reporting	Nick Zaccagnini	1/28/2010	Updated the draft 1/28/10 flash report to provide to the Committee with information from the Week 28 cash report and provided to Huron director for review	0.50	400	200.00
9	Cash Flow Analysis and Reporting	Nick Zaccagnini	1/28/2010	Prepared draft package of 1/28/10 flash report to provide to the Committee and provided to Huron managing director for review	0.20	400	80.00
9	Cash Flow Analysis and Reporting	Nick Zaccagnini	1/28/2010	Reviewed the Week 28 cash report provided by the Company and compared professional fees forecast to the draft sources and uses analysis	0.50	400	200.00
9	Cash Flow Analysis and Reporting	Richard D. Caruso	1/28/2010	Review of weekly cash flow budget and DIP compliance.	0.30	675	202.50
9	Cash Flow Analysis and Reporting	Richard D. Caruso	1/30/2010	Review and approve draft of weekly flash report to the committee.	0.30	675	202.50
9	Cash Flow Analysis and Reporting	Nick Zaccagnini	1/31/2010	Provided the final version of the 1/28/10 weekly flash report to Otterbourg to deliver to the Committee	0.10	400	40.00
11	Asset Sale & Disposition Support	Nick Zaccagnini	1/12/2010	Reviewed summary email of draft Asset Purchase Agreement provided by Otterbourg	0.10	400	40.00
11	Asset Sale & Disposition Support	Benjamin Mann	1/14/2010	Review of APA as proposed by Wayzata as delivered by Counsel for Debtor (Willkie Farr) to Counsel for UCC (Otterbourg).	1.80	575	1,035.00
11	Asset Sale & Disposition Support	Nick Zaccagnini	1/14/2010	Reviewed the draft Asset Purchase Agreement provided by Otterbourg	0.80	400	320.00
11	Asset Sale & Disposition Support	Nick Zaccagnini	1/20/2010	Reviewed email correspondence from Otterbourg and Huron team re: update on Asset Purchase Agreement negotiations	0.10	400	40.00
11	Asset Sale & Disposition Support	Richard D. Caruso	1/20/2010	Respond to questions from counsel re: draft APA	0.10	675	67.50
11	Asset Sale & Disposition Support	Benjamin Mann	1/21/2010	Conference calls with private equity funds about their potential participation in Section 363 auction process and delivery of publicly available information to principals of both firms for their evaluation and review	0.80	575	460.00
11	Asset Sale & Disposition Support	Nick Zaccagnini	1/28/2010	Researched RathGibson patents/inventions per question from Otterbourg on new paragraph in APA referencing confidentiality of inventions	0.40	400	160.00
11	Asset Sale & Disposition Support	Benjamin Mann	1/29/2010	Emails/calls with private equity fund re: participation in Section 363 sale.	0.40	575	230.00
11	Asset Sale & Disposition Support	Benjamin Mann	1/29/2010	Preparation of email summary of key points from current version of the bid procedures document for potential strategic buyer	0.20	575	115.00

**RATHGIBSON EXHIBIT A-TIME DETAILS PERIOD JAN 1, 2010 THROUGH JAN 31, 2010**

<b>Task Code</b>	<b>Task Code Description</b>	<b>Professional</b>	<b>Date</b>	<b>Description</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
11	Asset Sale & Disposition Support	Benjamin Mann	1/29/2010	Review of "Bid Procedures" document as received from UCC Counsel (Otterbourg).	0.70	575	402.50
11	Asset Sale & Disposition Support	Benjamin Mann	1/29/2010	Emails/calls with private equity fund re: potential participation in Section 363 process.	0.30	575	172.50
11	Asset Sale & Disposition Support	Nick Zaccagnini	1/29/2010	Reviewed the updated draft Asset Purchase Agreement and Bid Procedures provided by Otterbourg	0.90	400	360.00
16	Unsecured Claim Analysis	Nick Zaccagnini	1/27/2010	Reviewed claims report from 1/8/10 and updated claims summary spreadsheet	2.00	400	800.00
					45.20		22,010.00

**RATHGIBSON EXHIBIT B-EXPENSE DETAILS PERIOD JAN 1, 2010 THROUGH JAN 31, 2010**

<b>Date</b>	<b>Professional</b>	<b>Cost Type</b>	<b>Description</b>	<b>Amount</b>
1/28/2010	Chicago Accounts Payable	Research	Research - PACER SERVICE CENTER	12.48
			<b>TOTAL EXPENSES</b>	<b>\$ 12.48</b>

**CERTIFICATE OF SERVICE**

I, John H. Schanne II, hereby certify that on the 16<sup>th</sup> day of February, 2010, I caused the foregoing **Notice of Sixth Monthly Application of Huron Consulting Group as Financial Advisors for the Official Committee of Unsecured Creditors for Allowance of Interim Compensation and for Interim Reimbursement of All Actual and Necessary Expenses Incurred for the Period January 1, 2010 through January 31, 2010** to be served upon the following individuals by first-class mail, postage prepaid.

Debtors  
RathGibson, Inc.  
475 Half Day Road  
Suite 210  
Lincolnshire, IL 60069  
Attn: Jon M. Smith

Willkie Farr & Gallagher LLP  
787 Seventh Avenue  
New York, NY 10019-6099  
Attn: Robin Spigel, Esq.

Young Conaway Stargatt & Taylor, LLP  
The Brandywine Building  
1000 West Street  
17<sup>th</sup> Floor  
Wilmington, DE 19801  
Attn: Matthew B. Lunn, Esq.

Office of the United States Trustee  
844 King Street  
Room 2313  
Wilmington, Delaware 19801  
Attn: Jane Leamy, Esq.

Otterbourg, Steindler, Houston & Rosen, P.C.  
230 Park Avenue,  
New York, NY 10169  
Attn: William M. Silverman, Esq.  
Jenette Barrow-Bosshart, Esq.

/s/ John H. Schanne, II  
John H. Schanne, II